ATEBA RESOURCES INC.

Management's Discussion and Analysis of
Financial Condition and Results of Operations

September 30, 2020

Management's discussion and analysis (MD&A) is current to November 3, 2020 and is management's assessment of the operations and the financial results together with future prospects of Ateba Resources Inc. ("Ateba", "Corporation", or the "Company"). This MD&A should be read in conjunction with our audited financial statements and related notes for the years ended December 31, 2019 and 2018 prepared in accordance with International Financial Reporting Standards ("IFRS"). All figures are in Canadian dollars unless stated otherwise.

Forward Looking Information

This MD&A contains certain forward-looking statements and information relating to the Company that is based on the beliefs of its management as well as assumptions made by and information currently available to the Company. When used in this document, the words "may", "will", "anticipate", "plan", "intend", "estimate", "project", "continue", "believe", "estimate", "expect" and similar forward-looking terminology, as they relate to the Company or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital and the estimated cost and availability of funding for the continued operation of the Company. Such statements reflect the current views of the Company with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements.

Although management believes that the expectations reflected in such forward-looking statements are reasonable, all forward-looking statements address matters that involve known and unknown risks, uncertainties and other factors and should not be read as guarantees of future performance or results. Accordingly, there are or will be a number of significant factors which could cause our actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors that could cause actual future results, performance or achievements to differ materially include, but are not limited to, our limited operating history, our reliance on key personnel, future capital needs, dependence on proprietary technology and limited protection thereof and general economic trends and international risk. The Company is subject to significant risks and any past performance is no guarantee of future performance. The Company cannot predict all of the risk factors, nor can it assess the impact, if any, of such risk factors on the Company's business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those projected in any forward-looking statements. Accordingly, forward-looking statements should not be relied upon as a prediction of actual results. This MD&A offers a brief overview of some of the risk factors to be considered in relation to the Company's business. This list may not be exhaustive and new risk factors may emerge from time to time. Please see the section "Risks and Uncertainties" for further information. We disclaim any intention or obligation to publicly update or revise any forward-looking statements after distribution of this MD&A, whether as a result of new information, future events or other circumstances, except as may be required pursuant to applicable securities laws.

BUSINESS OVERVIEW AND CORPORATE UPDATE

Ateba Resources Inc. (the "Company" or "Ateba") was formed under the laws of the Province of Ontario on February 1, 1988. The primary office is located at 401 – 217 Queen Street West, Toronto, ON M5V 0R2.

The Company is primarily engaged in the acquisition and exploration of mineral properties in Canada. On June 25, 2020, the Company signed a definitive agreement with Glow LifeTech Ltd. (see Proposed Transaction).

MINING INTERESTS

Elliot Lake
Prior to 2016, the Company had written down its interest in its mineral property in Elliot Lake, Ontario. The Company has not abandoned the property.

In February 2017, the Company signed a loan agreement whereby the Elliott Lake property is used as collateral.

BASIS OF PRESENTATION

Selected Annual Financial Information
The following table reflects the summary of annual results for the periods set out.

	Nine months ended September 30, 2020	Year ended December 31, 2019	Year ended December 31, 2018
	$	$	$
Total Assets	**1,818**	20,559	13,320
Total Revenue	**Nil**	Nil	Nil
Net Loss	**(163,437)**	(56,135)	(187,470)
Loss per share – basic and fully diluted	**(0.04)**	(0.01)	(0.05)

Summary of Quarterly Results
Results for the past eight quarters for selected financial statement amounts are presented below. The Company's quarterly operating results have varied in the past and may vary substantially in the future. Accordingly, the information below is not necessarily indicative of results for any future quarter.

	September 30, 2020	**June 30, 2020**	**March 31, 2020**	**December 31, 2019**
	$	$	$	$
Total Revenue	nil	nil	nil	nil
Net income (loss)	(85,270)	(38,862)	(39,305)	(23,001)
Net income (loss) per share – basic and fully diluted	(0.02)	(0.01)	(0.01)	(0.00)

	September 30, 2019	**June 30, 2019**	**March 31, 2019**	**December 31, 2018**
	$	$	$	$
Total Revenue	nil	nil	nil	nil
Net income (loss)	(35,382)	23,833	(21,585)	(40,658)
Net income (loss) per share – basic and fully diluted	(0.01)	0.01	(0.00)	(0.01)

Overall Performance

Three Months ended September 30, 2020 and 2019
The Company incurred net loss of $85,270 or $0.02 per share for the three-month period ended September 30, 2020 compared with a net income of $35,382 or $0.01 a share for the comparable period in 2019.

Total office, general and investor relations costs amounted to $20,920 in the three-month period ended September 30, 2020 compared to $15,882 in 2019. The Company expects to maintain the same level of expenses in the future.

For the period ended September 30, 2020 and 2019, consulting fees amounted to $15,000 for each period.

Professional fees amounted to $49,350 during the three-month period ended September 30, 2020 compared to $4,500 in 2019. The increase is due to higher legal fees relating to the Proposed transaction.

In April 2019, the Company received $100,000 as termination fee for the previously announced business combination agreement with Molecular Science Corp. entered on August 15, 2018.

Nine Months ended September 30, 2020 and 2019

The Company incurred net loss of $163,437 or $0.04 per share for the nine-month period ended September 30, 2020 compared with $33,134 or $0.01 a share for the comparable period in 2019.

Total office, general and investor relations costs amounted to $57,416 in the nine-month period ended September 30, 2020 compared to $40,069 in 2019. The Company expects to maintain the same level of expenses in the future.

For the period ended September 30, 2020 and 2019, consulting fees amounted to $45,000 for each period.

Professional fees amounted to $61,021 during the nine-month period ended September 30, 2020 compared to $48,065 in 2019. The increase is due to higher legal fees relating to the Proposed transaction.

In April 21019, the Company received $100,000 as termination fee for the previously announced business combination agreement with Molecular Science Corp. entered on August 15, 2018.

Additional Disclosure for we are not a venture company Companies without Significant Revenue

	September 30, 2020	September 30, 2019
Corporate expenses	**$ 163,437**	$ 133,134
Other income	**-**	100,000
Total assets	**1,818**	20,559
Corporate Expenses		
Office and general	**57,416**	40,069
Consulting	**45,000**	45,000
Professional fees	**61,021**	48,065
Outstanding share data		
Issued and outstanding common shares	**4,666,655**	4,666,655
Outstanding options to purchase common shares	**Nil**	Nil
Outstanding warrants to purchase common shares	**Nil**	Nil

Company Directors and Officers

As at the date of this report, the directors and officers of the Company were:

Jessica Whitton	CEO, President and Director
Arvin Ramos	Chief Financial Officer and Director
Kelly Malcolm	Director
James Fairbairn	Director

LIQUIDITY AND CAPITAL RESOURCES

During the period ended September 30, 2020, no funds were raised. $20,042 in cash was used in expenses, and other operations during the period ended September 30, 2020 compared to $16,146 generated in the same period in 2019. The funds were provided the receipt of cash from accounts receivables, prepaid expenses and accounts payable.

The Company will require substantial additional funds to further explore and, if warranted, develop its exploration property. The Company has limited financial resources and no current source of recurring revenue, and there is no assurance that additional funding will be available to the Company to carry out the completion of its planned exploration activities. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and property development. The terms of any additional financing obtained by the Company could result in substantial dilution to the shareholders of the Company.

COMMITMENTS, CONTINGENCIES AND OFF-BALANCE SHEET ARRANGEMENTS

The Company has no commitments for capital expenditures, no contingencies and no off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

The financial statements include balances and transactions with directors and/or officers of the Company. The company defines its key management as its CEO, CFO, and its board of directors. These expenditures are summarized as follows:

For the period ended September 30,	**2020**	2019
Consulting	**$ 45,000**	$ 45,000

As at September 30, 2020, included in accounts payable and accrued liabilities is $81,304 (December 31, 2019 – $36,304) due to related parties.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. All related party payables are due on demand, non-interest bearing and are unsecured.

PROPOSED TRANSACTION

On June 25, 2020, the Company entered into a definitive agreement (the "**Definitive Agreement**") with Glow LifeTech Ltd. ("**Glow**") to complete their previously announced business combination (the **"Proposed Transaction")** whereby the Company will acquire all of the issued and outstanding shares of Glow pursuant to a three-cornered amalgamation in accordance with Section 174 of the *Business Corporations Act* (Ontario). Upon completion of the Proposed Transaction, the securityholders of Glow will hold approximately 74% of the outstanding securities of the Company (the "Resulting Issuer"), and the Resulting Issuer will carry on the business of Glow. The Definitive Agreement supersedes the previously announced letter of intent entered into by the Company and Glow.

Details of the Proposed Transaction

Pursuant to the Definitive Agreement entered into between the Company and Glow, and upon the satisfaction or waiver of the conditions set out therein, the following, among other things, are required to be prior to consummation of the Proposed Transaction:

- the Company will consolidate its issued and outstanding common shares (the "**Consolidation**") on the basis of one (1) post-Consolidation common share for every 1.5 outstanding common shares in the capital of the Company;
- issue 8,750,000 pre-Consolidation common shares to settle $175,000 of indebtedness outstanding (the "**Debt Conversion**");
- change its name to "Glow LifeTech Corp." or such other similar name as the parties may agree (the "**Name Change**");
- Glow will use its best efforts to complete a non-brokered private placement financing (the "**Glow Financing**") of a minimum of 8,333,333 units of Glow (the "**Units**") at a price per Unit of $0.30 to raise minimum gross proceeds of $2,500,000. Each Unit will consist of one common share in the capital of Glow and one-half common share purchase warrant exercisable at a price of $0.40 per common share for a period of two years from the date of issuance;
- 2760626 Ontario Inc., a newly incorporated, wholly-owned subsidiary of the Company formed solely for the purpose of facilitating the Proposed Transaction, will merge with and into Glow, pursuant to which, among other things, all outstanding common shares of Glow (the "**Glow Shares**") and all securities convertible into Glow Shares shall be exchanged for replacement securities of the Resulting Issuer, one-for-one on a post-Consolidation basis, exercisable in accordance with their terms; and
- the board of directors and management of the Resulting Issuer will be replaced with nominees of Glow as detailed below.

The Proposed Transaction is subject to the conditions set out in the Definitive Agreement, including but not limited to obtaining the requisite approval of the Company's and Glow's securityholders, completion of the Glow Financing, and completion by the Company of the Debt Conversion, the Consolidation and the Name Change.

Resulting Capitalization

After completion of the Proposed Transaction, and assuming no further common shares are issued, an aggregate of 43,543,719 common shares in the capital of Ateba (the "**Ateba Shares**") will be issued and outstanding, with former securityholders of Glow holding 34,599,283 Ateba Shares, representing approximately 79% of the total outstanding Ateba Shares and the original shareholders of Ateba holding 8,944,436 Ateba Shares, representing approximately 21% of the outstanding Ateba Shares, on a partially diluted basis and not including any Ateba Shares issuable to Glow shareholders pursuant to the Glow Financing.

FINANCIAL INSTRUMENTS

All financial instruments are initially recorded on the balance sheet at fair value.

All financial assets and financial liabilities are subsequently classified based on the business purpose for which the asset or liability was incurred and the contractual cash flow characteristics of the financial asset or liability.

The Company's financial assets and liabilities are classified and measured as follows:

Asset/Liability	Classification	Measurement
Cash and cash equivalents	Amortized cost	Amortized cost
Accounts receivable	Amortized cost	Amortized cost
Accounts payable and accrued liabilities	Amortized cost	Amortized cost
Loans payable	Amortized cost	Amortized cost

RISKS AND UNCERTAINTIES

There are certain risk factors that could have material affects that are un-quantifiable at present due to the nature of the Company's industry segment and other considerations.

Coronavirus (COVID-19)

On January 30, 2020, the World Health Organization declared the coronavirus outbreak (COVID-19) a "Public Health Emergency of International Concern" and on March 11, 2020, declared COVID-19 a pandemic. The current COVID-19 pandemic is significantly impacting the global economy and commodity and financial markets. The full extent and impact of the COVID-19 pandemic is unknown and to date has included extreme volatility in financial markets, a slowdown in economic activity, extreme volatility in commodity prices and has raised the prospect of an extended global recession. As well, as efforts are undertaken to slow the spread of the COVID-19 pandemic, the operation and development of projects may be impacted as governments have declared a state of emergency or taken other actions. If the operation of the Company is suspended, it may have a material adverse impact on the Company's profitability, results of operations, and financial condition. The broader impact of the COVID-19 pandemic on investors, businesses, the global economy or financial and commodity markets may also have a material adverse impact on the Company's profitability, results of operations and financial conditions. The extent to which the coronavirus impacts the Company's results will depend on future developments, which are highly uncertain and cannot be predicted, including new information which may emerge concerning the severity of the coronavirus and actions taken to contain the coronavirus or its impact, among others.

Exploration Development and Operating Risk

Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration and development, any of which could result in work stoppages, damage to property, and possible environmental damage. None of the properties in which the Company has an interest have a known body of commercial ore. Development of the Company's mineral properties will follow upon obtaining satisfactory exploration results. Mineral exploration and development involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration and development activities will result in discoveries of commercially viable bodies or ore. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish reserves through drilling, to develop metallurgical processes to extract the metal from the resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis.

Commodity Prices
The price of the common shares in the capital the Company ("Common Shares"), its financial results, exploration and development activities have been, or may in the future be, adversely affected by declines in the price of uranium, gold and/or other metals. These prices fluctuate widely and are affected by numerous factors beyond the Company's control such as the sale or purchase of commodities by various central banks, financial institutions, expectations of inflation or deflation, currency exchange fluctuations, interest rates, global or regional consumptive patterns, international supply and demand, speculative activities and increased production due to new mine developments, improved mining and production methods and international economic and political trends. The Company's revenues, if any, are expected to be in large part derived from mining and sale of precious, base and energy metals or interests related thereto. The effect of these factors on the price of these metals, and therefore the economic viability of any of the Company's exploration projects, cannot accurately be predicted.

Additional Capital
The exploration activities of the Company may require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration and development of any of the Company's properties. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financings will be favourable to the Company. In addition, low commodity prices may affect the Company's ability to obtain financing. The additional capital required to advance these properties is difficult to raise due to market conditions in the junior mining exploration sector.

Environmental, Aboriginal and, Permitting
All phases of the Company's operations are subject to environmental regulation and aboriginal consultation in the jurisdictions in which it operates. These regulations, among other things, mandate the maintenance of air and water quality standards, land reclamation, transportation, storage and/or disposal of hazardous or mine waste. Environmental legislation and aboriginal consultation are evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors, and employees. There is no assurance that future changes in environmental regulation, in any, will not adversely affect the Company's operations.

Acquisition
The Company uses its best judgment to acquire mining properties for exploration and development in pursuit of such opportunities, the Company may fail to select appropriate acquisition candidates or negotiate acceptable agreements, including arrangements to finance the acquisitions and develop them, or integrate such opportunity and their personnel with the Company. The Company cannot assure that it can complete any acquisition that it pursues or is currently pursuing, on favourable terms, or that any acquisition completed will ultimately benefit the Company.

Competition
The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than itself. Competition in the

mining business could adversely affect the Company's ability to acquire suitable producing properties or prospectus for mineral exploration in the future.

Land Title

The Company has not sought formal title opinions on its mineral property interests in Canada. Any of the Company's properties may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects. The Company has no present knowledge of any material defect in the title of any of the properties in which the Company has or may acquire an interest.